

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

	X	
HIGHFIELDS CAPITAL LTD.,	:	
HIGHFIELDS CAPITAL I LP,	:	
HIGHFIELDS CAPITAL II LP,	:	
	:	
Plaintiffs,	:	Civ. No. 04-10624 (MLW)
	:	
v.	:	
	:	
SCOR, S.A.,	:	
	:	
Defendant.	:	
	X	

**MOTION FOR LEAVE TO SUBMIT SUR-REPLY MEMORANDUM OF LAW IN
OPPOSITION TO PLAINTIFFS' REPLY MEMORANDUM IN SUPPORT OF
THEIR MOTION TO AFFIRM SUBJECT MATTER JURISDICTION OR, IN
THE ALTERNATIVE, TO REFER CASE TO STATE COURT**

Defendant SCOR respectfully requests leave, pursuant to Local Rule 7.1(B)(3), to submit the accompanying Memorandum of Law in Opposition to Plaintiffs' Proposed Reply Memorandum of Law in Support of its Motion to Affirm Subject Matter Jurisdiction Or, in the Alternative, Refer Case to State Court (the "Memorandum").

As grounds for this motion, SCOR states the following:

1. The Memorandum is necessary in order to address and clarify several significant misstatements of law and fact in Highfields' Proposed Reply Memorandum.

2. SCOR believes that the Memorandum will help the Court to resolve outstanding questions concerning the threshold issue of its subject matter

jurisdiction over this litigation, which, as Highfields has recognized, “are extremely important and deserving of a detailed inquiry.” (Pls.’ Motion to File Rep. Mem. 1.)

3. Counsel for Highfields has assented to this motion.

Of Counsel:
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Respectfully submitted,

ROPES & GRAY LLP

By: /s/ Douglas H. Meal
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Counsel for Defendant SCOR

Dated: May 26, 2006
Boston, Massachusetts

CERTIFICATION OF COMPLIANCE WITH LR 7.1

I hereby certify that counsel for SCOR conferred with counsel for Plaintiffs and that Plaintiffs' counsel assents to this motion.

/s/ Giselle J. Joffre
Giselle Joffre, Esq.

CERTIFICATE OF SERVICE

I hereby certify that on this 26th day of May, 2006, I caused a true and correct copy of the foregoing document, Defendant SCOR's Motion for Leave to Submit Sur-Reply Memorandum of Law in Opposition to Plaintiffs' Reply Memorandum in Support of Their Motion to Affirm Subject Matter Jurisdiction Or, in the Alternative, to Refer Case to State Court, to be served by hand upon:

Lisa C. Wood, Esq.
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/s/ Giselle J. Joffre
Giselle Joffre, Esq.